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Attorneys for Defendant
POST-CONFIRMATION TRUST

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

WAYNE BERRY, a Hawaii citizen;

Plaintiff,

vs.

HAWAIIAN EXPRESS SERVICE,
INC., et al.,

Defendants.

) CIVIL No. CV03-00385 SOM-LEK

) (Copyright)

)

) POST CONFIRMATION TRUST FOR

) THE FLEMING COMPANIES, INC.'S

) APPLICATION TO ADMIT MICHAEL

) E. BAUMANN, ESQ. PRO HAC VICE;

) DECLARATION OF THOMAS H.

) YEE; DECLARATION OF MICHAEL

) E. BAUMANN; ORDER GRANTING

) APPLICATION FOR PRO HAC VICE

) ADMISSION OF MICHAEL E.
) BAUMANN
)
)
) Trial Date : 02/28/06
) Time : 9:00 a.m.
) Judge: Honorable Susan Oki Mollway
)

)
)

POST CONFIRMATION TRUST FOR THE FLEMING COMPANIES, INC.'S
APPLICATION TO ADMIT MICHAEL E. BAUMANN, ESQ. PRO HAC VICE

THE POST CONFIRMATION TRUST FOR THE FLEMING
COMPANIES, INC. (the "PCT"), by and through its undersigned attorneys, hereby
respectfully applies to this court for the admission of Michael E. Baumann, of the
law firm Kirkland & Ellis LLC to practice *pro hac vice* as co-counsel with the
undersigned counsel in this matter.

This application is brought pursuant to LR 83.1(e) and LR 83.3 of the Local
Rules of Practice for the United States District Court for the District of Hawaii, and
is supported by the Declarations of Thomas H. Yee and Michael E. Baumann,

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which are attached hereto and incorporated herein by reference.

Dated: Honolulu, Hawaii, February 3, 2006.

KOBAYASHI, SUGITA & GODA /s/ *Thomas H. Yee*
BERT T. KOBAYASHI, JR.
LEX R. SMITH
THOMAS H. YEE
Attorneys for Defendant
THE POST CONFIRMATION TRUST
FOR THE FLEMING COMPANIES, INC.

and

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Co-Counsel for the Post Confirmation Trust
for Fleming Companies, Inc.

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF HAWAII

WAYNE BERRY, a Hawaii citizen;	)	CIVIL No. CV03-00385 SOM-LEK
	)	(Copyright)
Plaintiff,)	
	)	DECLARATION OF THOMAS H. YEE
vs.)	
)	
HAWAIIAN EXPRESS SERVICE,)	
INC., et al.,)	
)	
Defendants.)	
)	
)	

DECLARATION OF THOMAS H. YEE

Thomas H. Yee, under penalty of perjury state as follows:

1. I am an attorney licensed to practice law before all of the State and Federal Courts in the State of Hawai'i and am one of the attorneys representing the Post-Confirmation Trust for the Fleming Companies, Inc. (hereinafter "PCT") in this case.

2. I submit this Declaration in Support of Defendant's Application to Admit Michael E. Baumann *Pro Hac Vice*.

3. I am informed that Michael E. Baumann serves as outside litigation counsel and has a well-developed, longstanding relationship with the PCT, and that

his expertise and special knowledge is essential to the proper presentation of the case on behalf of the PCT.

4. I am an active member of the bar of this Court and an associate with the firm Kobayashi, Sugita & Goda, and will remain as local defense counsel, with the authority and responsibility to act as attorney of record for all purposes for Defendants in this matter and will continue to meaningfully participate in the preparation and trial of this case.

5. Michael E. Baumann shall comply with the rules of the Local Rules of the United States District Court for the District of Hawaii, the Hawai'i State Bar Association's Guidelines of Professional Courtesy and Civility, and shall pay the required assessment to the Clerk of the Court.

I declare under penalty of perjury that the foregoing is true and correct.

DATED: Honolulu, Hawaii, February 3, 2006.

/s/ Thomas H. Yee
THOMAS H. YEE

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

WAYNE BERRY, a Hawaii citizen;	CIVIL No. CV03-00385 SOM-LEK
	) (Copyright)
Plaintiff,)
	) DECLARATION OF MICHAEL E.
vs.	) BAUMANN
) -
HAWAIIAN EXPRESS SERVICE,)
INC., et al.,)
)
Defendants.)
)
)
)
)
)

DECLARATION OF MICHAEL E. BAUMANN

I, Michael E. Baumann, declare that:

1. I am a partner of the law firm of Kirkland & Ellis LLP. My office is located at 777 South Figueroa Street, Los Angeles, California 90017. My telephone number is (213) 680-8400.

2. I hereby seek admission Pro Hac Vice to represent the Defendant Post-Confirmation Trust for the Fleming Companies, Inc. before this Court with respect to Civil No. 03-00385 SOM LEK as counsel with Lex R. Smith and his law firm Kobayashi, Sugita & Goda, 999 Bishop Street, Suite 2600, Honolulu, Hawaii 96813, in said case.

3. I reside within the County of Los Angeles, State of California, and do not reside or maintain an address within the State of Hawaii.

4. I am neither a resident of the State of Hawaii, regularly employed in Hawaii, nor regularly engaged in any business or professional activities in Hawaii.

5. I am a member in good standing of the bar of the State of California.

6. I am presently in good standing to practice before all of the courts to which I have been admitted, and no disciplinary action or grievance proceedings have been filed or are pending against me.

7. The following are all of the state courts before which I am admitted to practice.

a. I was admitted to practice in California on January 31, 1990.

b. I was admitted to practice in the District of Columbia on December 19, 1980.

8. The following are all of the federal courts before which I am admitted practice.

a. United States District Court, Central District of California;

b. United States District Court, Northern District of California;

c. United States District Court, Southern District of California;

d. United States District Court, District of Connecticut;

e. United States District Court, District of Maryland;

- f. United States Court of Appeals, 9th Circuit;
- g. United States Court of Appeals, 5th Circuit;
- h. United States Court of Appeals, 2nd Circuit;
- i. United States Court of Appeals, 10th Circuit;
- j. United States District Court, District of Connecticut.

1. I have not applied concurrently or within the year preceding the current application for Pro Hac Vice status in this Court.

2. I have never been subject to any discipline by any court, administrative body or other tribunal.

3. Lex R. Smith of Kobayashi, Sugita & Goda, 999 Bishop Street, Suite 2600, Honolulu, Hawaii 96813, telephone number (808) 539-8700, is a member of the bar of this Court with whom the Court and opposing counsel may readily communicate concerning this action and upon whom service may be made of papers in this action in accordance with the Hawaii Rules of Civil Procedure.

4. At all times, Lex R. Smith, or a member of his firm who is also a member of the bar of this Court, shall participate meaningfully, substantially and continuously in the preparation of this case with the authority and responsibility to act as attorneys of record for all purposes.

5. Any document required or permitted to be served upon an attorney for Defendants in this action may be served upon Lex R. Smith, Esq., and such service

shall be deemed proper and effective to the fullest extent provided by the Federal Rules of Civil Procedure.

6. I have read and familiarized myself with the Local Rules of The United States District Court for the District of Hawaii to give meaningful assistance as co counsel of record for Defendants in this action.

7. I consent to the exercise of disciplinary jurisdiction of this Court and I certify that I will make myself familiar with the Local Rules of Practice applicable to this action.

8. My background and experience, supported by the assistance of Kobayashi, Sugita & Goda, would assist in the representation of Defendants

I declare under penalty of perjury that the foregoing is true and accurate.
Los Angeles, California.

Dated: February 3, 2006

/s/ Michael E. Baumann

Michael E. Baumann (Cal. Bar No. 145830)

Of the Firm

KIRKLAND & ELLS LLP
777 South Figueroa Street, Suite 3700
Los Angeles, California 90017
(213) 680-8400

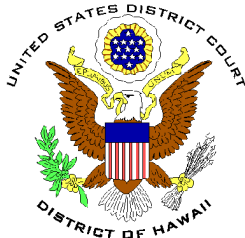
IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF HAWAII

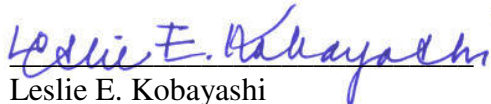
WAYNE BERRY, a Hawaii citizen;	CIVIL No. CV03-00385 SOM-LEK
	) (Copyright)
Plaintiff,)
	) ORDER GRANTING APPLICATION
vs.	) FOR PRO HAC VICE ADMISSION
	) OF MICHAEL E. BAUMANN
HAWAIIAN EXPRESS SERVICE,) _____
INC., et al.,)
)
Defendants.)
_____)

**ORDER GRANTING APPLICATION FOR PRO HAC
VICE ADMISSION OF MICHAEL E. BAUMANN**

The Court having considered the application of Michael E. Baumann to appear *pro hac vice* in this action for the Post-Confirmation Trust for the Fleming Companies, Inc., and good cause appearing therefor, Michael E. Baumann's Application for Admission *Pro Hac Vice* should be and is hereby granted.

Dated: Honolulu, Hawai'i, February 6, 2006.




Leslie E. Kobayashi
United States Magistrate Judge